WHAT IS CLAIMED IS:

1. A compound of Formula (I):

$$R^{1b}$$
 R^{1c}
 R^{2b}
 R^{2b}

- 5 wherein L is a linker connecting the carbon atom of the phenyl ring to the nitrogen of the -NH- moiety, wherein L is
 - (i) a single bond,
 - (ii) -(C₁₋₆ alkyl)-, which is optionally substituted with

-C(=O)N(RaRb),

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(iii) $-(C_{0-3} \text{ alkyl})-C=C-(C_{1-3} \text{ alkyl})-$

(iv) $-(C_{0-3} \text{ alkyl}) - C \equiv C - (C_{1-3} \text{ alkyl}) - \text{ or}$

(v) -(C₀₋₆ alkyl)-(C₃₋₆ cycloalkyl)-(C₀₋₆ alkyl)-;

R1a, R1b, and R1c are each independently -H, halogen, -C1-6 alkyl, or -C1-6 haloalkyl;

R2a and R2b are each independently:

- (1) -H,
- (2) -C₁₋₆ alkyl, optionally substituted with one or more substituents each of which is independently halogen, -OH, -O-C₁₋₆ alkyl, -O-C₁₋₆ haloalkyl, -CN, -NO₂, -N(R^aR^b), -C(=O)N(R^aR^b), -C(=O)R^a, -CO₂R^a, -OCO₂R^a, -S(O)_nR^a, -SO₂N(R^aR^b), -N(R^a)C(=O)R^b, -N(R^a)CO₂R^b, -N(R^a)SO₂R^b, or -N(R^a)SO₂N(R^aR^b),
 - (3) -C₁₋₆ alkyl substituted with one substituent which is -C₃₋₈ cycloalkyl, aryl, or heteroaryl, wherein:
 - (a) the cycloalkyl is optionally substituted with one or more substituents each of which is independently halogen, -OH, -C₁₋₆ alkyl, -C₁₋₆ alkyl, -O-C₁₋₆ alkyl, -O-C₁₋₆ alkyl, -O-C₁₋₆ haloalkyl, or phenyl;

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the aryl is an aromatic carbocyclic ring or an aromatic (b) carbocyclic fused ring system, wherein the aryl is optionally substituted with one or more substituents each of which is independently halogen, -OH, -C₁₋₆ alkyl, -C₁₋₆ alkyl-O-C₁₋₆ alkyl, -C₁₋₆ haloalkyl, -O-C₁₋₆ alkyl, -O-C1-6 haloalkyl, -CN, -NO2, -N(RaRb), -C1-6 alkyl-N(RaRb), 5 $-C(=O)N(R^aR^b)$, $-C_{1-6}$ alkyl- $C(=O)N(R^aR^b)$, $-C(=O)R^a$, $-C_{1-6}$ alkyl-C(=O)Ra, -CO2Ra, -C1-6 alkyl-CO2Ra, -OCO2Ra, -C1-6 alkyl-OCO₂Ra, -S(O)_nRa, -C₁₋₆ alkyl-S(O)_nRa, -SO₂N(RaRb), -C₁₋₆ alkyl-SO₂N(RaRb), -N(Ra)SO₂Rb, -C₁₋₆ alkyl-N(Ra)SO₂Rb, $-N(R^a)C(=O)R^b, -C_{1-6} \ alkyl-N(R^a)C(=O)R^b, -N(R^a)CO_2R^b, -C_{1-6}$ 10 alkyl-N(Ra)CO2Rb, -N(Ra)SO2N(RaRb), -C1-6 alkyl-N(Ra)SO2N(RaRb), phenyl, -C1-6 alkyl-phenyl, -O-phenyl, -C1-6 alkyl-O-phenyl, HetA, or -C1-6 alkyl-HetA; wherein each HetA is a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the 15 heteroaromatic ring is optionally fused with a benzene ring; and wherein each HetA is optionally substituted with one or more substituents each of which is independently -C1-6 alkyl, -C1-6 haloalkyl, -O- C_{1-6} alkyl, -O- C_{1-6} haloalkyl, oxo, or - CO_2R^a ; and the heteroaryl is a 5- or 6-membered heteraromatic ring 20 containing from 1 to 4 heteroatoms or a 9- or 10-membered bicyclic heteroaromatic ring system containing from 1 to 6 heteroatoms, wherein the heteroatoms in the heteroaryl are independently selected from N, O and S; and wherein the heteroaryl is optionally substituted with one or more substituents each of which is independently halogen, 25 -OH, -C1-6 alkyl, -C1-6 alkyl-O-C1-6 alkyl, -C1-6 haloalkyl, -O-C1-6 alkyl, -O-C1-6 haloalkyl, -N(RaRb), -C1-6 alkyl-N(RaRb), -C(=O)N(RaRb), $-C_{1-6}$ alkyl-C(=O)N(RaRb), -C(=O)Ra, $-C_{1-6}$ alkyl-C(=O)Ra, -CO2Ra, -C1-6 alkyl-CO2Ra, -OCO2Ra, -C1-6 alkyl-OCO₂Ra, -S(O)_nRa, -C₁₋₆ alkyl-S(O)_nRa, -SO₂N(RaRb), -C₁₋₆ 30 alkyl-SO2N(RaRb), -N(Ra)SO2Rb, -C1-6 alkyl-N(Ra)SO2Rb, $-N(R^a)C(=O)R^b$, $-C_{1-6}$ alkyl- $N(R^a)C(=O)R^b$, $-N(R^a)CO_2R^b$, $-C_{1-6}$

alkyl-N(Ra)CO2Rb, phenyl, -C1-6 alkyl-phenyl, or oxo;

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-O-C₁₋₆ alkyl, optionally substituted with one or more substituents (4) each of which is independently halogen, -OH, -O-C1-6 alkyl, -O-C1-6 haloalkyl, $-S(O)_nR^a$, $-N(R^a)-CO_2R^b$, or $-C(=O)N(R^aR^b)$, -OH, (5) (6) halo, 5 -NO₂, (7) (8) -CN, -C(=O)Ra, (9) (10)-CO₂Ra, $-S(O)_nR^a$, (11)10 -SO2N(RaRb), (12)-N(RaRb), (13)-C(=O)N(RaRb),(14) $-N(R^a)SO_2R^b$, (15)-OC(=O)N(RaRb),(16)15 -N(Ra)C(=O)N(RaRb),(17) $-N(R^a)-C_{1-6}$ alkyl-C(=O)N(R^aR^b), (18) $-N(Ra)-C(=O)-C_{1-6}$ alkyl-N(RaRb), (19)-N(Ra)C(=O)-C(=O)N(RaRb),(20)-OCO₂Ra, (21)20 $-N(R^a)-SO_2N(R^aR^b)$, (22) $-N(R^a)-SO_2-C_{1-6}$ alkyl $-N(R^aR^b)$, (23)-N(Ra)C(=O)Rb, (24) $-N(Ra)CO_2Rb$, (25) $-S-C_{1-6}$ alkyl-C(=O)N(RaRb), or 25 (26) $-N(SO_2R^a)-C_{1-6}$ alkyl-C(=O)N(RaRb); (27)R³ is (1) -H, -C1-6 alkyl, optionally substituted with one or more substituents each 30 (2) of which is independently halogen, -OH, -O-C1-6 alkyl, -O-C1-6 haloalkyl, -CN, -NO2, -N(RaRb), -C(=O)N(RaRb), -OC(=O)N(RaRb),

 $-N(R^a)C(=O)N(R^aR^b)$, $-N(R^a)-C_{1-6}$ alkyl- $-C(=O)N(R^aR^b)$,

 $-N(R^a)-C(=O)-C_{1-6}$ alkyl- $N(R^aR^b)$, $-N(R^a)C(=O)-C(=O)N(R^aR^b)$,

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> -C(=O)Ra, $-CO_2Ra$, $-OCO_2Ra$, $-S(O)_nRa$, $-SO_2N(RaRb)$, $-N(R^a)-SO_2N(R^aR^b)$, $-N(R^a)-SO_2-C_{1-6}$ alkyl- $N(R^aR^b)$, -N(Ra)C(=O)Rb, -N(Ra)CO2Rb, -N(Ra)SO2Rb, or -G-C1-6 alkyl-C(=O)N(RaRb) wherein G is O or S or N(SO2Ra),

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with the proviso that none of the following substituents is attached to the carbon in the -C1-6 alkyl group that is attached to the ring nitrogen: -OH, -O-C1-6 alkyl, -O-C1-6 haloalkyl, -NO2, $-N(R^aR^b)$, $-OC(=O)N(R^aR^b)$, $-N(R^a)C(=O)N(R^aR^b)$, $-N(R^a)-C_{1-6}$ $alkyl-C(=O)N(R^aR^b)$, $-N(R^a)-C(=O)-C_{1-6}$ $alkyl-N(R^aR^b)$, $-N(R^a)C(=O)-C(=O)N(R^aR^b)$, $-OCO_2R^a$, $-N(R^a)-SO_2N(R^aR^b)$, $-N(R^a)-SO_2-C_{1-6} \ alkyl-N(R^aR^b), \ -N(R^a)C(=O)R^b, \ -N(R^a)CO_2R^b,$ -N(Ra)SO2Rb, or -G-C1-6 alkyl-C(=O)N(RaRb) wherein G is O or N(SO₂Ra),

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-C₁₋₆ alkyl substituted with one of: (3)

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- -Rk, (i)
- $-S(O)_n-R^k$, (ii)
- $-S(O)_n-C_{1-6}$ alkyl- R^k , (iii)
- $-C(=O)-R^k$, (iv)
- $-C(=O)-C_{1-6}$ alkyl- R^k , (v)
- -C(=O)N(Ra)-Rk, or (vi)
- $-C(=O)N(R^a)-C_{1-6}$ alkyl- R^k , (vii)
- -C₂₋₆ alkyl substituted with one of: (4)
 - -O-Rk (i)
 - -O-C₁₋₆ alkyl-R^k, (ii)
 - -N(Ra)-Rk(iii)
 - $-N(R^a)-C_{1-6}$ alkyl- R^k , (iv)
 - -N(Ra)C(=O)-Rk(v)
 - $-N(R^a)C(=O)-C_{1-6}$ alkyl- R^k , (vi)

carbon in the -C2-6 alkyl group that is attached to the ring nitrogen, 30 (5) $-S(O)_nR^a$,

- -SO₂N(RaRb), (6)
- -C2-6 alkenyl, optionally substituted with one substituent which is (7) -C(=O)-N(RaRb) or -Rk,

with the proviso that the substituent is not attached to the

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- (8) -C₂₋₅ alkynyl, optionally substituted with one substituent which is -CH₂N(R^aR^b), -CH₂OR^a, or -R^k,
- (9) -Rk,
- (10) $-S(O)_n-C_{1-6}$ alkyl-R^k,
- 5 (11) $-N(R^a)C(=O)-R^k$, or
 - (12) $-N(Ra)C(=O)-C_{1-6}$ alkyl- R^k ;

each of R4 and R5 is independently

- (1) -H,
- -C₁₋₆ alkyl, optionally substituted with one or more substituents each of which is independently halogen, -OH, -O-C₁₋₆ alkyl, -O-C₁₋₆ haloalkyl, -CN, -NO₂, -N(RaRb), -C(=O)N(RaRb), -OC(=O)N(RaRb), -N(Ra)C(=O)N(RaRb), -N(Ra)-C₁₋₆ alkyl-C₁₋₆ alkyl-C(=O)N(RaRb), -N(Ra)-C(=O)-C₁₋₆ alkyl-N(RaRb), -N(Ra)C(=O)-C(=O)N(RaRb), -C(=O)Ra, -CO₂Ra, -OCO₂Ra, -S(O)_nRa, -SO₂N(RaRb), -N(Ra)-SO₂N(RaRb), -N(Ra)-SO₂-C₁₋₆ alkyl-N(RaRb), -N(Ra)C(=O)Rb, -N(Ra)CO₂Rb, -N(Ra)SO₂Rb, or -G-C₁₋₆ alkyl-C(=O)N(RaRb) wherein G is O or S or N(SO₂Ra),
 - (3) $-SO_2N(R^aR^b)$, or
- 20 (4) -C₁₋₆ alkyl-R^m;

each Ra and Rb is independently -H, -C1-6 alkyl, or -C3-8 cycloalkyl;

Rk is a carbocycle or a heterocycle;

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each Rm is independently a carbocycle or a heterocycle;

each carbocycle is independently (i) a C3 to C8 monocyclic, saturated or unsaturated ring, (ii) a C7 to C12 bicyclic ring system, or (iii) a C11 to C16 tricyclic ring system, wherein each ring in (ii) or (iii) is independent of or fused to the other ring or rings and each ring is saturated or unsaturated; wherein the carbocycle is optionally substituted with one or more substituents each of which is independently

- (1) halogen,
- (2) -OH,